

**IN THE CLAIMS:**

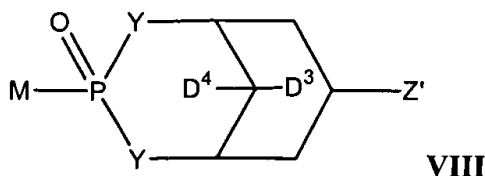
Please cancel claims 58-149, 161, 163-164, and 167-170 without prejudice. The Applicants reserve the right to pursue claims to non-elected inventions in a Divisional application.

Please amend the claims to read as follows:

09 31. (Once amended) The compounds of claim 1 wherein V is -H, and Z is selected from the group consisting of  $-\text{CHR}^2\text{OH}$ ,  $-\text{CHR}^2\text{OC}(\text{O})\text{R}^3$ , and  $-\text{CHR}^2\text{OCO}_2\text{R}^3$ .

010 35. (Once amended) The compounds of claim 22 wherein W and W' are independently selected from the group consisting of -H, alkyl, aralkyl, alicyclic, aryl, substituted aryl, heteroaryl, and substituted heteroaryl.

173. (Once amended) The compounds of claim 1 that are of formula VIII:



011 wherein:

Z' is selected from the group consisting of  $-\text{OH}$ ,  $-\text{OCO}_2\text{R}^3$ ,  $-\text{OC}(\text{O})\text{R}^3$ , and  $-\text{OC}(\text{O})\text{SR}^3$ ;

R<sup>2</sup> is selected from the group consisting of R<sup>3</sup> and -H;

R<sup>3</sup> is selected from the group consisting of alkyl, aryl, alicyclic, and aralkyl;

R<sup>6</sup> is selected from the group consisting of -H, and lower alkyl, acyloxyalkyl, alkoxy-carbonyloxy alkyl and lower acyl;

one Y is -O- and the other Y is -NR<sup>6</sup>-;

D<sup>3</sup> is -H;

D<sup>4</sup> is selected from the group consisting of -H, alkyl, -OH, -OR<sup>2</sup> and -OC(O)R<sup>3</sup>.

M is selected from the group that attached to  $\text{PO}_3^{2-}$ ,  $\text{P}_2\text{O}_6^{3-}$ ,  $\text{P}_3\text{O}_9^{4-}$  or  $\text{P}(\text{O})(\text{NHR}^6)\text{O}^-$  is a biologically active agent but is not an FBPase inhibitor, and is attached to the phosphorus in formula I via a carbon, oxygen, sulfur or nitrogen atom;

with the provisos that:

1) M is not  $-\text{NH}(\text{lower alkyl})$ ,  $-\text{N}(\text{lower alkyl})_2$ ,  $-\text{NH}(\text{lower alkylhalide})$ ,  $-\text{N}(\text{lower alkylhalide})_2$ , or  $-\text{N}(\text{lower alkyl})(\text{lower alkylhalide})$ ; and

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- 2)  $R^6$  is not lower alkylhalide;  
and pharmaceutically acceptable prodrugs and salts thereof.
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